

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Findings of Fact contained in the Temporary Order as the Secretary of State's Findings of Fact as follows:

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1. Respondent Jim Pantazelos (hereinafter at times “Pantazelos” or collectively with Destiny’s Partners, Inc. “Respondents”) has a last known address of 1214 41st Avenue, Rockford, Illinois 61109.
2. Respondent Destiny’s Partners, Inc. (hereinafter at times “DP” or collectively with Pantazelos, “Respondents”), at all relevant times herein was a Colorado corporation with a principal mailing address of 1214 41st Avenue, Rockford, Illinois 61109.
3. Respondent Pantazelos is the Chief Executive Officer of Respondent DP.
4. In April 2008 Pantazelos, individually and as an agent of DP, met with an Illinois resident (“Investor”) and offered Investor an opportunity to invest \$50,000 in Respondents’ “no risk trading platform”, and promised that in 120 days the Investor would garner the return of his principal plus 35% interest.
5. On or about July 17, 2008 Investor gave Respondents a check in the amount of \$50,000 (“Investment”) which was executed by Respondents, placed into their bank account and subsequently the \$50,000 were received into their account.
6. The activities described above in paragraphs 4-5 constitute the offer and sale of an investment contract and are therefore a security as those terms are defined in Sections 2.1, 2.5 and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5] (the “Act”).

FAILURE TO REGISTER SECURITIES

7. Section 5 of the Act provides, *inter alia* that all securities except those exempt under Section 3 or those offered and sold under Section 4 shall be registered either by coordination or by qualification prior to their offer or sale in the State of Illinois.
8. Respondents failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and that as a result the securities were not registered pursuant to Section 5 of the Act prior to their offer and sale in the State of Illinois.
9. Section 12.A of the Act provides *inter alia* that it shall be a violation for any person to offer and sell any security except in accordance with the provisions of the Act.
10. Section 12.D of the Act provides *inter alia* that it shall be a violation for any person to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of the Act or any rule or regulation made by the Secretary of State pursuant to the Act.

13. By virtue of the foregoing Respondents have violated Sections 12.A and 12.D of the Act.

FRAUD

14. Respondents did not place the Investment into a “no risk trading platform” as promised, or pay the Investor the amounts due him according to the terms of the investment contract, but instead converted it to their own use and benefit.
15. Respondents failed and refused to notify Investor that they were converting the Investment to their own use and benefit, instead of using it for the business purpose of trading on behalf of Investor.
16. Section 12.F of the Act provides, *inter alia*, that it shall be a violation of the Act for any person, “to engage in any transaction, practice or course of business in connection with the sale or purchase of securities which works or tends to work a fraud or deceit upon the purchaser or seller thereof”.
17. Section 12.G of the Act provides, *inter alia*, that it shall be a violation of the Act for any person, “to obtain money or property through the sale of securities by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading”.
18. Section 12.I of the Act provides, *inter alia*, that it shall be a violation of the Act for any person, “to employ any device, scheme or artifice, to defraud in connection with the sale or purchase of any security, directly or indirectly”.
19. By virtue of the foregoing, Respondents violated Sections 12.F, 12.G and 12.I of the Act and will violate them again if they make further offers, or if they make any sales of investment contracts or other securities described above in the State of Illinois.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondents **Jim Pantazelos and Destiny’s Partners, Inc.** and their partners, officers and directors, agents, employees, affiliates, successors and assigns, are **PROHIBITED** from rendering investment advice and from offering or selling securities in or from this State until the further Order of the Secretary of State.

NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 12.D of the ACT. Any person or entity that fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of this Order, shall be guilty of a Class 4 felony for each offence.

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This is a final order subject to administrative review pursuant to the Administrative Review Law [735 ILCS 5/3-101 *et seq.*] and the Rules and Regulations of the Act (14 Ill. Admin. Code, Ch. 1 Sec. 130.1123). Any action for judicial review must be commenced within thirty-five (35) days from the date a copy of this Order is served upon the party seeking review.

Dated: This 3rd day of May 2011.

A handwritten signature in black ink, appearing to read "Jesse White", followed by a stylized "DP" monogram.

JESSE WHITE
Secretary of State
State of Illinois

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